

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:	)	
	)	Chapter 11
	)	
HORNBLOWER HOLDINGS LLC, <i>et al.</i> , <sup>1</sup>	)	Case No. 24-90061 (MI)
	)	
Debtors.	)	(Jointly Administered)
	)	

**DEBTORS' AGENDA  
FOR HEARING ON APRIL 4, 2024**

[Related to Docket Nos. 14, 21, 158, 166, 317, 372, 384]

The above-captioned debtors and debtors in possession (collectively, the “Debtors”) file this agenda for the hybrid hearing on **April 4, 2024 at 9:30 a.m. (prevailing Central Time)** before the Honorable Marvin Isgur at the United States Bankruptcy Court for the Southern District of Texas, Courtroom 404, 515 Rusk Street, Houston, Texas 77002:

**A. Approval of the Sale of Certain of the AQV Assets**

**Status:** Going forward with respect to the sale of the AQV Assets<sup>2</sup> other than the Lake Vessel Assets.<sup>3</sup> The Debtors seek approval of the sale to the successful bidder.

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<sup>1</sup> The last four digits of Debtor Hornblower Holdings LLC’s tax identification number are 6035. Due to the large number of debtor entities in these chapter 11 cases, which are being jointly administered, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://omniagentsolutions.com/Hornblower>. The location of the Debtors’ service address for purposes of these chapter 11 cases is: Pier 3 on The Embarcadero, San Francisco, CA 94111.

<sup>2</sup> As defined in the *Debtors’ Emergency Motion for Entry of an Order (A) Approving (I) Bidding Procedures for the Sale of the AQV Debtors’ Assets, (II) Procedures Regarding Bid Protections, (III) the Scheduling of Certain Dates With Respect Thereto, (IV) the Form and Manner of Notice Thereof, (V) Contract Assumption, Assignment, and Rejection Procedures, and (VI) Certain Procedures to Otherwise Dispose of the AQV Assets, and (B) Authorizing the Debtors to Enter Into Agreements for the Sale of Their Assets Free and Clear of All Liens, Claims, and Encumbrances* [Docket No. 21].

<sup>3</sup> As defined in the *Notice of Lake Vessel Auction* [Docket No. 366].

**Related Documents:**

1. Notice of Successful Bidder With Respect to River Vessel Assets [Docket No. 372]
2. *Proposed* Order (I) Approving (A) The Debtors' Entry Into the ACL Sale Transaction Documents and (B) The Sale to the Buyer of the Acquired Assets Free and Clear of All Liens, Claims, Interests, and Encumbrances; (II) Authorizing the Debtors to Consummate Transactions in Connection Therewith; and (III) Granting Related Relief [Docket No. 372-1]
3. Notice of Filing of Forms of ACL Sale Transaction Documents [Docket No. 384]

**B. Debtors' Emergency Motion for Entry of Interim and Final Orders (I) Establishing Notification and Hearing Procedures for Certain Transfers of Interests of Hornblower Group Holdco, LLC and American Queen Holdco, LLC and Claims Against Debtors and (II) Granting Related Relief [Docket No. 14] (the "NOL Motion")**

**Status:** Going forward. The Debtors seek entry of an order approving the relief requested in the NOL Motion on a final basis. A certificate of no objection was filed on this matter at Docket No. 382.

**Related Documents:**

1. Certificate of No Objection With Respect to Debtors' Emergency Motion for Entry of Interim and Final Orders (I) Establishing Notification and Hearing Procedures for Certain Transfers of Interests of Hornblower Group Holdco, LLC and American Queen Holdco, LLC and Claims Against Debtors and (II) Granting Related Relief [Docket No. 382]
2. *Proposed* Final Order (I) Establishing Notification and Hearing Procedures for Certain Transfers of Interests of Hornblower Group Holdco, LLC and American Queen Holdco, LLC and Claims Against Debtors and (II) Granting Related Relief [Docket No. 382-1]

**C. General Related Documents**

1. Modified Order (A) Approving (I) Bidding Procedures for the Sale of the AQV Debtors' Assets, (II) Procedures Regarding Bid Protections, (III) the Scheduling of Certain Dates With Respect Thereto, (IV) the Form and Manner of Notice Thereof, (V) Contract Assumption, Assignment, and Rejection Procedures, and (VI) Certain Procedures to Otherwise Dispose of the AQV Assets, and (B) Authorizing the Debtors to Enter Into Agreements for the Sale of Their Assets Free and Clear of All Liens, Claims, and Encumbrances [Docket No. 317]

2. Declaration of Jonathan Hickman in Support of Chapter 11 Petitions and First Day Motions [Docket No. 25]
3. Debtors' Witness and Exhibit List for Hearing on April 4, 2024 [Docket No. 376]
4. Notice of Sale Hearing [Docket No. 193]
5. Amended Notice of Sale and NOL Hearing [Docket No. 194]
6. Notice of Lake Vessel Auction [Docket No. 366]
7. Notice of Adjournment of Auction [Docket No. 354]
8. Notice of Adjournment of Auction [Docket No. 358]
9. Affidavit of Service for March 22, 2024 [Docket No. 344]
10. Affidavit of Service for February 27, 2024 [Docket No. 202]
11. Affidavit of Service for February 23, 2024 [Docket No. 200]

April 3, 2024

Respectfully submitted,

By: /s/ John F. Higgins

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*Proposed Counsel to the Debtors and  
the Debtors in Possession*

**Certificate of Service**

I certify that on April 3, 2024, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ John F. Higgins

John F. Higgins